Amendment #3

To

Service Agreement

Contract Number: CA074477

SHELBY COUNTY GOVERNMENT AND THE UNIVERSITY OF MEMPHIS

The following terms and conditions, as applicable, (the "Amendment") shall amend the above-referenced contract (hereafter, the "Agreement") entered into June 20, 2006 between Shelby County Government (the "County") and the University of Memphis (the "University") and are incorporated by reference and made an integral part of that Agreement. The terms and conditions of this Agreement shall control in the event of any conflict with any term or condition of the Agreement. Those terms and conditions of the Agreement not amended herein shall remain in full force and effect.

NOW THEREFORE, the parties agree to modify and/or amend the Agreement as follows:

- A. The following provisions of the Agreement are modified as follows:
 - 1. Article 2, first sentence, shall be revised to increase the amount for Year 3 and add Year 4 funding and shall read: "County shall pay University \$195,438 for Year 1, \$249,992 for Year 2, \$324,992 for year 3 and \$324,992 for Year 4 for Service performed by University's personnel for the County."
 - 2. Article 4 shall be revised to add Year 4 and shall read "The term of this Agreement shall commence August 1, 2006 and shall expire June 30, 2010 and Year 4 shall be subject to budget availability in the County's budget for Fiscal 2010."

CHELDY COUNTY COVEDNMENT

B. Exhibit A – Years 3 and 4 shall be appended to the agreement to incorporate the additional services to be performed for Years 3 and 4.

Subject to the modifications set forth in this Amendment, the above-referenced original Agreement between the parties is hereby ratified and confirmed.

IN WITNESS WHEREOF, the parties hereto have caused this Amendment to be executed in duplicate counterpart original by their duly authorized representatives.

THE UNIVEDICTY OF MEMBERS

THE UNIVERSIT OF MEMITINS	SHEEDI COUNTI GOVERNMENT
By: Shirley C. Raines, President	By:A C Wharton, Jr., Mayor
Date	Date

Approved as to Legal Form Efficacy and Propriety	
Contract Administrator	
Assistant County Attorney	

Exhibit A – Years 3 and 4

University shall continue the work of the Technology Coordination Office (TCO) in accordance with the scope of work outlined in Exhibit A of the Service Agreement.

In addition, during years 3 and 4 the University will complete the enterprise planning project as detailed in the attached "Proposal for Acceleration of the Development of a Long Term Information Technology Plan for Shelby County", which is incorporated herein.